



# Hitchcock County Board Minutes



Hitchcock County Board of Commissioners

Trenton, Nebraska  
December 2<sup>nd</sup>, 2013

A meeting of the County Board of Commissioners of Hitchcock County, Nebraska was held at the Hitchcock County Courthouse Commissioner's Room, 229 East D Street, Trenton, Nebraska on the 2<sup>nd</sup>, day of December, 2013 commencing at 9:00 o'clock a.m. Present were Chair Scott McDonald, Commissioners Ronald Wertz and Paul Nichols and County Clerk Margaret Pollmann. Notice of the meeting was given in advance thereof by publication in the Hitchcock County News. Board agendas are posted on the County's website [www.hitchcockcounty.ne.gov](http://www.hitchcockcounty.ne.gov). Notice of the meeting and availability of the agenda were given to the Chair and all members of the Board. All proceedings hereafter shown were taken while the convened meeting was open to the attendance of the public. The Meetings Act was available for review and Chair indicated the location of such copy in the room where the meeting was being held.

Chair McDonald called the meeting to order at 9:00 a.m. and publicly stated to all in attendance that a current copy of the Nebraska Open Meetings Act was available for review and indicated the location of such copy in the room where the meeting was being held.

Member McDonald moved to approve the consent calendar consisting of the following items: 1. Approval of December 2<sup>nd</sup>, 2013 agenda; 2. Approval of the November 18<sup>th</sup>, 2013 meeting minutes. Member Nichols seconded the motion and after consideration the following members voted in favor of said motion: Wertz, McDonald and Nichols. Motion carried.

Steve Cole with Great Plains Communications met with the board via phone conference regarding a recent tele data billing in the amount of \$5,963.97. Mr. Cole will attend the December 16<sup>th</sup>, 2013 meeting for further discussion/explanation of said billing.

Member Wertz moved to approve the following claims. Member McDonald seconded the motion and after consideration the following members voted in favor of said motion: Wertz, McDonald and Nichols. Motion carried.

## GENERAL FUND:

General Fund Payroll -----	\$ 5,110.85
Capital Business Systems, copier lease -----	\$ 134.00
Capital Business Systems, printer lease -----	\$ 28.00
Clerk Dist. Court, adv. costs -----	\$ 35.00
Dept. of Rev. Property Ass. Div., data process. -----	\$ 6,895.00
Farmers State Bank, FICA/OASI/Fed. -----	\$ 1,603.64
Great Plains Comm., service -----	\$ 1,015.04
NE Dept. Rev., state tax -----	\$ 181.56
Retirement Plans Division Ameritas, retirement -----	\$ 765.06
Samway Floor Covering, carpet labor -----	\$ 591.45
SW Public Power, utility -----	\$ 35.71
Splash Design, supply -----	\$ 223.30
T&J Repair, vehicle service -----	\$ 40.70
Top Office Products, supply/lease -----	\$ 838.50
Walmart, supply -----	\$ 32.92
West Central NE Area Agency on Aging, dues -----	\$ 1,756.00



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Ryan Wilcox, public defender/reimb. cont. ed. ----- \$ 2,338.42

## **ROAD FUND:**

Road Fund Payroll ----- \$ 6,018.37  
Dultmeier Sales, repair ----- \$ 27.50  
Farmers State Bank, FICA/OASI/Fed. ----- \$ 1,480.80  
Great Plains Comm., service ----- \$ 183.16  
John Deere Financial, grader pmt. ----- \$ 8,307.57  
Lakeside Sand & Gravel, gravel ----- \$ 5,563.56  
Medical Enterprises, DOT testing admin. fee----- \$ 5.00  
Mentzer Oil Co., fuel ----- \$ 3,191.16  
Miller & Assoc. Consul. Eng., bridge inspect. ----- \$ 1,875.00  
NE Dept. Rev., state tax ----- \$ 136.94  
Retirement Plans Div. Ameritas, retirement ----- \$ 832.83  
Rodney Rooney, mileage ----- \$ 117.29  
Titan Machinery, repair ----- \$ 42.84  
Village of Stratton, utility ----- \$ 72.53  
Western Tire Co., repair ----- \$ 1,541.65

## **E-911 PSC FUND:**

Great Plains Comm, service ----- \$ 544.52

## **NOXIOUS WEED FUND:**

Weed Fund Payroll ----- \$ 888.48  
Farmers State Bank, FICA/OASI/Fed. ----- \$ 243.93  
Great Plains Comm., service ----- \$ 52.45  
Holiday Inn Express, lodging ----- \$ 166.00  
NE Dept. Rev., state tax ----- \$ 23.69  
NE Weed Control Assoc., dues ----- \$ 210.00  
Orscheln Farm & Home, supply ----- \$ 19.96  
Retirement Plans Div. Ameritas, retirement ----- \$ 126.09

## **911 EMERGENCY SERVICES FUND:**

Great Plains Comm., service ----- \$ 171.96

Attorney Gene Garner joined the meeting.

Chanel Choitz with Life Team Critical Care Transport program joined the meeting. Ms. Choitz advised that the service is based out of McCook and they are outreaching to area towns in an effort to educate employers and employees about the program. Air ambulance services typically cost \$20,000 to \$30,000 and depending on an individuals' insurance coverage, these cost most likely are not covered entirely covered by their insurance. If an employer sponsors the program the annual membership fee is \$35.00 which covers all members of household. The flight is covered 100% with no out of pocket fees including any deductible. It was the consensus of the board that the program should be offered to employees as a payroll deduction. Ms. Choitz will forward application materials to be mailed to each employee on December 18<sup>th</sup>, 2013.

Tobin Buchanan with First National Capital Markets met with the board regarding issuing tax exempt bonds for the purpose of early redemption and prepayment of outstanding highway allocation bonds previously issued on June 17, 2008. Attorney Garner advised outstanding bonds are callable as of June 2013 and can be



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redeemed at this time. Attorney Garner also advised as to the proposed documents for refunding bonds, post issue compliance issues and other issues relating to the issuance of tax exempt bonds, bond counsel, and arbitrage rebate analysts. Mr. Buchanan informed the board that the law firm of Kutak Rock would be involved as bond counsel in relation to the issuance of the refunding bonds if the county proceeded. Attorney Drew Paige of Kutak Rock joined the meeting via phone conference and discussion was held regarding issues pertaining to scope of bond counsel, arbitrage rebate analyst requirements, call resolution contingent upon prior issuance of refunding bonds, and exempt status of bond issuance.

Member Wertz offered Resolution #13-18 (“Call Resolution”)

***A RESOLUTION CALLING FOR THE EARLY REDEMPTION AND PREPAYMENT OF ONE HUNDRED FORTY-FIVE THOUSAND DOLLARS IN AGGREGATE PRINCIPAL AMOUNT OF HIGHWAY ALLOCATION FUND PLEDGE BONDS, SERIES 2008, OF THE COUNTY OF HITCHCOCK, NEBRASKA***

and moved for its’ adoption. Member Nichols seconded the motion and after consideration the roll was called thereupon and the following members voted in favor of the passage and adoption of said resolution: Wertz, Nichols, and McDonald. Said resolution having been consented to by a majority of all members elected to said County Board, was by the Chair declared passed and adopted. A true, correct and complete copy of said resolution is as follows:

## ATTACHMENT 3

Resolution #13-18  
“Call Resolution”

**A RESOLUTION CALLING FOR THE EARLY REDEMPTION AND PREPAYMENT OF ONE HUNDRED FORTY-FIVE THOUSAND DOLLARS IN AGGREGATE PRINCIPAL AMOUNT OF HIGHWAY ALLOCATION FUND PLEDGE BONDS, SERIES 2008, OF THE COUNTY OF HITCHCOCK, NEBRASKA**

**BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF HITCHCOCK COUNTY, NEBRASKA AS FOLLOWS:**

**Section 1.** The County of Hitchcock, Nebraska (the “**County**”) has previously issued its Highway Allocation Fund Pledge Bonds, Series 2008, dated June 17, 2008, in the original aggregate principal amount of \$225,000 (the “**Series 2008 Bonds**”), of which \$145,000 in aggregate principal amount are presently outstanding. The Series 2008 Bonds were authorized by a resolution (the “**Series 2008 Resolution**”) duly passed and adopted by the County’s Board of Commissioners (the “**Board**”) and were issued for the purpose of paying the costs of constructing certain roads and other appurtenant related improvements within the County.

**Section 2.** As set forth in the Series 2008 Resolution, the Series 2008 Bonds maturing on or after May 15, 2014 are subject to redemption at any time on or after June 17, 2013, as a whole or in part from time to time at the principal amount thereof, at a redemption price equal to the principal amount of the Series 2008 Bonds called for redemption, plus accrued interest on such principal amount being redeemed to the date fixed for redemption.

**Section 3.** The following Series 2008 Bonds are hereby called for redemption and payment on the date to be determined pursuant to Section 5 hereof (as described herein, the “**Redemption Date**”), all in accordance with redemption provisions set for in the Series 2008 Resolution, after which date interest on such bonds shall cease:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>CUSIP</u>
May 15, 2014	\$20,000	3.55%	433604 AJ4
May 15, 2015	20,000	3.70	433604 AK1
May 15, 2016	25,000	3.85	433604 AL9



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May 15, 2017	25,000	4.00	433604 AM7
May 15, 2018	25,000	4.15	433604 AN5
May 15, 2019	30,000	4.25	433604 AP0

Said Series 2008 Bonds so called for redemption are hereinafter referred to as the “**Refunded Bonds.**”

**Section 4.** The principal of and the interest on the Refunded Bonds shall be paid upon presentation and surrender thereof at the office of the County Treasurer in Trenton, Nebraska, as paying agent and registrar for the Refunded Bonds (the “**Registrar**”).

**Section 5.** The Chair or the Vice Chair of the Board or the County Clerk, or any person or persons authorized to act on their behalf, is hereby authorized and directed to determine the Redemption Date, on which date the Refunded Bonds shall be redeemed at the redemption price set forth in Section 3 hereof.

**Section 6.** The redemption and prepayment of Refunded Bonds authorized by this Resolution are subject to the prior issuance by the County of its Highway Allocation Fund Refunding Bonds, Series 2014 (the “**Refunding Bonds**”). This Resolution shall have no force and effect if the Refunding Bonds are not issued within one year of the date hereof. If such Refunding Bonds are issued, the County Clerk shall instruct the Registrar to file notice of the redemption of the Refunded Bonds with the Municipal Securities Rulemaking Board within 10 days of the issuance of such Refunding Bonds.

**Section 7.** Immediately upon the sale of the Refunding Bonds, the County Clerk shall file a true copy of this Resolution with the Registrar; and the Registrar shall mail notice to each registered owner of the Refunded Bonds not less than 30 days prior to the date fixed for redemption, all in accordance with the Series 2008 Resolution.

**Section 8.** This Resolution shall be in force and take effect from and after its passage as provided by law.

ADOPTED this 2nd day of December, 2013.

THE COUNTY OF HITCHCOCK, NEBRASKA

ATTEST:

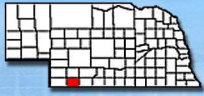
By \_\_\_\_\_  
County Clerk

By \_\_\_\_\_  
Chair, Board of Commissioners

Member McDonald offered Resolution #13-19 (“Bond Resolution”)

**A RESOLUTION OF THE BOARD OF COMMISSIONERS (THE “BOARD”) OF THE COUNTY OF HITCHCOCK, NEBRASKA (THE “COUNTY”) AUTHORIZING THE ISSUANCE BY THE COUNTY OF ITS HIGHWAY ALLOCATION FUND REFUNDING BONDS, SERIES 2014, IN ONE OR MORE SERIES AND IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED ONE HUNDRED FORTY THOUSAND DOLLARS (\$140,000) FOR THE PURPOSE OF REFUNDING CERTAIN OUTSTANDING BONDS OF THE COUNTY; PRESCRIBING THE FORM OF SAID BONDS; AUTHORIZING THE CHAIRPERSON OF THE BOARD OR THE COUNTY CLERK TO DETERMINE THE AGGREGATE PRINCIPAL AMOUNT, THE MATURITIES AND THEIR RESPECTIVE MATURITY DATES, THE INTEREST RATES, THE REDEMPTION PROVISIONS AND OTHER TERMS RELATING TO SAID BONDS, TO ENTER INTO A CONTRACT ON BEHALF OF THE COUNTY FOR THE SALE OF SAID BONDS AND TO DESIGNATE A REGISTRAR AND PAYING AGENT WITH RESPECT TO SAID BONDS, ALL AS PROVIDED AND SUBJECT TO THE TERMS HEREIN;**





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**PLEDGING FUNDS TO BE RECEIVED BY THE COUNTY FROM THE STATE OF NEBRASKA HIGHWAY ALLOCATION FUND FOR THE PAYMENT OF SAID BONDS; PROVIDING FOR THE LEVY AND COLLECTION OF TAXES TO PAY THE SAME IF NECESSARY; AUTHORIZING THE DELIVERY OF THE BONDS TO THE PURCHASER THEREOF; DESIGNATING THE BONDS AS QUALIFIED TAX-EXEMPT OBLIGATIONS; AND AUTHORIZING CERTAIN ACTIONS AND DOCUMENTS AND PRESCRIBING OTHER MATTERS RELATING THERETO.**

and moved for its' adoption. Member Nichols seconded the motion and after consideration the roll was called thereupon and the following members voted in favor of the motion: Wertz, Nichols, and McDonald. Said resolution having been consented to by a majority of all members elected to said County Board, was by the Chair declared passed and adopted. A true, correct and complete copy of said resolution is as follows:

ATTACHMENT 4

Resolution #13-19

“Bond Resolution”

**A RESOLUTION OF THE BOARD OF COMMISSIONERS (THE “BOARD”) OF THE COUNTY OF HITCHCOCK, NEBRASKA (THE “COUNTY”) AUTHORIZING THE ISSUANCE BY THE COUNTY OF ITS HIGHWAY ALLOCATION FUND REFUNDING BONDS, SERIES 2014, IN ONE OR MORE SERIES AND IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED ONE HUNDRED FORTY THOUSAND DOLLARS (\$140,000) FOR THE PURPOSE OF REFUNDING CERTAIN OUTSTANDING BONDS OF THE COUNTY; PRESCRIBING THE FORM OF SAID BONDS; AUTHORIZING THE CHAIRPERSON OF THE BOARD OR THE COUNTY CLERK TO DETERMINE THE AGGREGATE PRINCIPAL AMOUNT, THE MATURITIES AND THEIR RESPECTIVE MATURITY DATES, THE INTEREST RATES, THE REDEMPTION PROVISIONS AND OTHER TERMS RELATING TO SAID BONDS, TO ENTER INTO A CONTRACT ON BEHALF OF THE COUNTY FOR THE SALE OF SAID BONDS AND TO DESIGNATE A REGISTRAR AND PAYING AGENT WITH RESPECT TO SAID BONDS, ALL AS PROVIDED AND SUBJECT TO THE TERMS HEREIN; PLEDGING FUNDS TO BE RECEIVED BY THE COUNTY FROM THE STATE OF NEBRASKA HIGHWAY ALLOCATION FUND FOR THE PAYMENT OF SAID BONDS; PROVIDING FOR THE LEVY AND COLLECTION OF TAXES TO PAY THE SAME IF NECESSARY; AUTHORIZING THE DELIVERY OF THE BONDS TO THE PURCHASER THEREOF; DESIGNATING THE BONDS AS QUALIFIED TAX-EXEMPT OBLIGATIONS; AND AUTHORIZING CERTAIN ACTIONS AND DOCUMENTS AND PRESCRIBING OTHER MATTERS RELATING THERETO.**

**BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF HITCHCOCK COUNTY, NEBRASKA:**

**Section 1.** The Board of Commissioners (the “**Board**”) of The County of Hitchcock, Nebraska (the “**County**”), hereby makes the following findings and determinations:

(a) Pursuant to Section 66-4,101, Reissue Revised Statutes of Nebraska, as amended (the “**Act**”), the County may issue its bonds for the purpose of funding the costs of constructing certain highways, roads and other appurtenant related improvements within the County and may pledge to the repayment of such bonds (i) amounts received from the Nebraska Highway Allocation Fund and (ii) its full faith and credit and general taxing power, subject to statutory and constitutional limitations.

(b) The County has previously issued its Highway Allocation Fund Pledge Bonds, Series 2008, dated June 17, 2008, in the original aggregate principal amount of \$225,000 (the “**Series 2008 Bonds**”), of which \$145,000 in aggregate principal amount are presently outstanding. The Series 2008 Bonds



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were authorized by a resolution (the “**Series 2008 Resolution**”) duly passed and adopted by the Board and were issued for the purpose of paying the costs of constructing certain roads and other appurtenant related improvements within the County.

(c) Since the issuance of the Series 2008 Bonds, the rates of interest available in the markets have declined such that the County can effect a savings in interest costs by providing for payment in all or part of the Series 2008 Bonds through the issuance of its general obligation refunding bonds pursuant to Section 10-142, Reissue Revised Statutes of Nebraska, as amended.

(d) As set forth in the Series 2008 Resolution, the Series 2008 Bonds maturing on or after May 15, 2014 are subject to redemption at any time on or after June 17, 2013, as a whole or in part from time to time at the principal amount thereof, at a redemption price equal to the principal amount of the Series 2008 Bonds called for redemption, plus accrued interest on such principal amount being redeemed to the date fixed for redemption.

(e) By resolution of the Board adopted on December 2, 2013, the County has duly called for redemption the following Series 2008 Bonds, all in accordance with redemption provisions set for in the Series 2008 Resolution, after which date interest on such bonds shall cease:

<u>Maturity Date</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>CUSIP</u>
May 15, 2014	\$20,000	3.55%	433604 AJ4
May 15, 2015	20,000	3.70	433604 AK1
May 15, 2016	25,000	3.85	433604 AL9
May 15, 2017	25,000	4.00	433604 AM7
May 15, 2018	25,000	4.15	433604 AN5
May 15, 2019	30,000	4.25	433604 AP0

Said Series 2008 Bonds so called for redemption are hereinafter referred to as the “**Refunded Bonds.**”

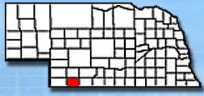
(f) The County has on hand \$12,143.75, which represents funds on deposit with the County to pay for the principal and interest on the Refunded Bonds in addition to the funds which are to be deposited in accordance with Section 8 of this Resolution.

(g) To provide funds for the redemption of the Refunded Bonds, it is necessary and advisable that the County issue its highway allocation fund refunding bonds which will be payable from (i) amounts received from the Nebraska Highway Allocation Fund and (ii) a tax to be levied against the taxable property of the County.

(h) All conditions, acts, and things required by law to exist or to be done precedent to the issuance of refunding bonds pursuant to Section 10-142, Reissue Revised Statutes of Nebraska, as amended, do exist and have been done as required by law.

**Section 2.** (a) To provide funds for the purposes described herein, there shall be and there is hereby authorized to be issued interest bearing general obligation bonds of the County to be known as “Highway Allocation Fund Refunding Bonds, Series 2014” (the “**Series 2014 Bonds**”) in an aggregate principal amount not to exceed One Hundred Forty Thousand dollars (\$140,000). The Series 2014 Bonds shall be issued only as fully registered bonds, without coupons, on the books of the Registrar and Paying Agent designated in Section 4 hereof (the “**Registrar**”) in the denomination of \$5,000 or any whole multiple thereof not exceeding the principal amount due on a given date of maturity, and shall be numbered consecutively from one upward in order of issuance.

The Chairperson of the Board or the County Clerk (including any person authorized to act on their behalf, an “**Authorized Officer**”) is each individually authorized and directed, in the exercise of his or her independent judgment and absolute discretion, to hereafter, from time to time, specify, set, designate, determine, establish and appoint, as the case may be, and in each case in accordance with and subject to the provisions of this Resolution, (i) the Date of Original Issue, (ii) the aggregate principal amount of Series 2014



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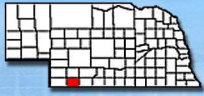
Bonds to be issued, not exceeding aggregate principal amount set forth in this Section 2, (iii) the dates on which a principal maturity of the Series 2014 Bonds shall occur and the principal amount of the Series 2014 Bonds to mature on such dates, (iv) the date of final maturity of the Series 2014 Bonds, which shall in no event be later than May 15, 2019, (v) the date or dates upon which the Series 2014 Bonds shall be sold, (vi) the rate or rates of interest to be carried by each maturity of the Series 2014 Bonds, such that the average interest rate on the Series 2014 Bonds shall not exceed 4.00%, (vii) the method by which such rate or rates of interest shall be calculated and the Interest Payment Dates for the Series 2014 Bonds, (viii) the redemption dates and prices and all terms relating thereto, if any, (ix) the method by which the Series 2014 Bonds shall be sold, whether by private placement or public sale, (x) if the Series 2014 Bonds are to be sold by public sale, the form, content, terms and provisions of any bond purchase agreement entered into by the County with the Purchaser set forth in Section 7 hereof, (xi) the discount of the Purchaser or any placement agent, which shall not be more than 98% of the aggregate principal amount of the Series 2014 Bonds; (xii) the purchase price for the Series 2014 Bonds, which shall not be less than 95.0% of the aggregate principal amount of the Series 2014 Bonds (inclusive of the discount of the Purchaser or any placement agent and any original issue discount), (xiii) the form and contents of any preliminary and final official statement or other offering materials of the County utilized in connection with any offering or sale of the Series 2014 Bonds, (xiv) the form, content, terms, and provisions of any closing and other documentation executed and delivered by the County in connection with the authorization, issuance, sale and delivery of the Series 2014 Bonds and (xv) all of the other terms of the Series 2014 Bonds not otherwise determined or fixed by the provisions of this Resolution.

Unless otherwise determined by an Authorized Officer, the Series 2014 Bonds shall mature and bear interest calculated on the basis of a 360-day year consisting of twelve 30-day months.

(c) (i) Unless otherwise determined by an Authorized Officer, the Series 2014 Bonds maturing on or after on the date five years from their Date of Original Issue shall be subject to redemption at the option of the County on the date five years from their Date of Original Issue and any date thereafter, as a whole or in part, from time to time in such principal amounts and from such maturity or maturities as the County, in its sole and absolute discretion, shall determine, at a redemption price equal to the principal amount thereof, together with the interest accrued thereon to the date fixed for redemption, with no premium. If less than all of the Series 2014 Bonds of any maturity are to be called for redemption, the particular Bonds of such maturity to be redeemed shall be selected by lot in whole multiples of \$5,000 within a maturity.

(ii) An Authorized Officer may designate in a certificate certain Series 2014 Bonds as “**Term Bonds**”, portions of which are to be redeemed on the dates (each such date being herein referred to as a “**Sinking Fund Payment Date**”) and in the amounts (hereinafter referred to as a “**Mandatory Sinking Fund Payment**”) set forth in such certificate. The Registrar shall select and call for redemption, in accordance with this subsection (c), from the Term Bonds the amounts specified by the Authorized Officer in the certificate, and the Term Bonds selected by the Registrar shall become due and payable on such date. If Term Bonds are redeemed at the option of the County pursuant to Section 2(c)(i), the Term Bonds so optionally redeemed may, at the option of the County, be applied as a credit against any subsequent Mandatory Sinking Fund Payment with respect to Term Bonds otherwise to be redeemed thereby, such credit to be equal to the principal amount of such Term Bonds redeemed pursuant to Section 2(c)(i), provided that the County shall have delivered to the Registrar not less than 45 days prior to such Sinking Fund Payment Date a certificate stating its election to apply such Term Bonds as such a credit. In such case, the Registrar shall reduce the amount of Term Bonds to be redeemed on the Sinking Fund Payment Date specified in such certificate by the principal amount of Term Bonds so redeemed pursuant to Section 2(c)(i). Any credit given to Mandatory Sinking Fund Payments pursuant to Section 2(c)(i) shall not affect any subsequent Mandatory Sinking Fund Payments, which shall remain payable as otherwise provided in this subsection, unless and until another credit is given in accordance with the provisions hereof.





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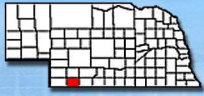
(iii) Series 2014 Bonds subject to redemption shall be redeemed in whole multiples of \$5,000. If any Bond is in a denomination in excess of \$5,000, portions of the principal amount thereof in installments of \$5,000 or any whole multiple thereof may be redeemed, and if less than all of the principal amount thereof is to be redeemed, in such case upon the surrender of such Series 2014 Bonds there shall be issued to the registered owner thereof without charge therefor, for the then unredeemed balance of the principal amount thereof, Series 2014 Bonds of like series, maturity and interest rates in any of the authorized denominations provided by this Resolution. If less than all Bonds of any maturity are to be called for redemption, the particular Bonds of such maturity to be redeemed shall be selected by lot.

(iv) Notice of redemption of Series 2014 Bonds stating their designation, date, maturity, principal amounts and the redemption date shall be given by the Registrar by mailing such notice by first-class mail, postage prepaid, not less than 30 days prior to the date fixed for redemption (or such shorter period as may be acceptable to the then registered owner of the Series 2014 Bonds) to the registered owners at their most recent addresses appearing upon the books of the Registrar. Failure to give notice to any particular registered owner or any defect in the notice given to such owner shall not affect the validity of the proceedings calling the Series 2014 Bonds or the redemption of any Series 2014 Bonds for which proper notice has been given. Notice of redemption need not be given to the holder of any Series 2014 Bonds, whether registered or not, who has waived notice of redemption. Notice of redemption having been given as provided above or notice of redemption having been waived by the owners of Bonds called for redemption who have not been given such notice as provided above, the Series 2014 Bonds so called for redemption shall become due and payable on the designated redemption date. The County shall give written notice to the Registrar of its election to redeem Bonds at least 45 days prior to the said redemption date, or such shorter period as shall be acceptable to the Registrar. If on or before the said redemption date funds sufficient to pay the Series 2014 Bonds so called for redemption at the applicable redemption price and accrued interest to said date have been deposited or caused to have been deposited by the County with the Registrar for the purposes of such payment and notice of redemption thereof has been given or waived as hereinbefore provided, then from and after the date fixed for redemption interest on such Series 2014 Bonds so called shall cease to accrue and become payable. If such funds shall not have been so deposited with the Registrar as aforesaid no later than the date fixed for redemption, such call for redemption shall be revoked and the Series 2014 Bonds so called for redemption shall continue to be outstanding the same as though they had not been so called; such Series 2014 Bonds shall continue to bear interest until paid at such rate as they would have borne had they not been called for redemption and shall continue to be protected by this resolution and entitled to the benefits and security hereof.

(d) Interest on the Series 2014 Bonds at the respective rates per annum for each maturity is payable semiannually on the dates determined as set forth in Section 2(b) hereof (each of said dates an “**Interest Payment Date**”), from the Date of Original Issue or the most recent Interest Payment Date, whichever is later, until maturity or earlier redemption by check or draft mailed by the Registrar or its successor on such Interest Payment Date to the registered owner of each Series 2014 Bond at such registered owner’s address as it appears on the Bond Register maintained by the Registrar or its successor at the close of business on the 15<sup>th</sup> day (whether or not a business day) preceding each Interest Payment Date (the “**Record Date**”) subject to the provisions of the following paragraph. The principal of the Series 2014 Bonds and the interest due at maturity or upon redemption prior to maturity is payable in lawful money of the United States of America to the registered owners thereof upon presentation and surrender of such Series 2014 Bonds to the Registrar at its principal trust office.

If any payments of interest due on the Series 2014 Bonds on an Interest Payment Date are not timely made, such interest shall cease to be payable to the registered owners as of the Record Date for such Interest Payment Date and shall be payable to the registered owners of the Series 2014 Bonds as of a special date of





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record for payment of such defaulted interest as shall be designated by the Registrar whenever monies for the purpose of paying such defaulted interest becomes available.

If the date for payment of the principal of or the interest on the Series 2014 Bonds shall be a Saturday, Sunday, legal holiday or day on which banking institutions in the city in which the principal corporate trust office of the Registrar is located are authorized by law or executive order to close, the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or day on which such banking institutions are authorized to close, and payment on such day shall have the same force and effect as if made on the nominal payment date.

(e) The Series 2014 Bonds shall be executed on behalf of the County by the manual or facsimile signatures of the Chairperson of the Board and the County Clerk or such other persons authorized to sign on their behalf. In case any officer whose signature or a facsimile of whose signature shall appear on the Series 2014 Bonds shall cease to be such officer before the delivery of any Series 2014 Bonds, such signature or facsimile shall nevertheless be valid and sufficient for all purposes, the same as if he had remained in office until delivery. Notwithstanding such execution, no Series 2014 Bond shall be valid or obligatory for any purpose or entitled to any security or benefit under this Resolution unless and until a certificate of authentication on such Series 2014 Bond has been duly executed by the manual signature of an authorized representative of the Registrar. Certificates of authentication on different Series 2014 Bonds need not be signed by the same representative. The executed certificate of authentication on each Series 2014 Bond shall be conclusive evidence that it has been authenticated and delivered under this Resolution.

(f) If any Series 2014 Bond is mutilated, lost, stolen or destroyed, the County shall execute a new Series 2014 Bond of like date, maturity and denomination to that mutilated, lost, stolen, or destroyed, provided that, in the case of any mutilated Series 2014 Bond, such mutilated Series 2014 Bond shall first be surrendered to the Registrar and, in the case of any lost, stolen, or destroyed Series 2014 Bonds, there first shall be furnished to the Registrar evidence of such loss, theft, or destruction satisfactory to the Registrar, together with an indemnity satisfactory to it. If such Series 2014 Bond shall have matured, instead of issuing a duplicate Series 2014 Bond, the County may pay the same without surrender thereof upon the performance of such requirements as it deems fit for its protection, including a lost instrument bond. The County and the Registrar may charge the owner of such Series 2014 Bond with their reasonable fees and expenses for such service.

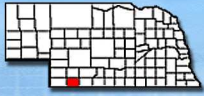
**Section 3.** The Series 2014 Bonds shall be issued initially as “book-entry-only” bonds under the services of The Depository Trust Company (the “**Depository**”), with one typewritten bond per maturity being issued to the Depository. In such connection the officers of the County are authorized to execute and deliver a Letter of Representations (the “**Letter of Representations**”) in the form required by the Depository, for and on behalf of the County, which shall thereafter govern matters with respect to registration, transfer, payment and redemption of the Series 2014 Bonds. If the Series 2014 Bonds are issued as “book-entry-only” bonds, the following provisions shall apply:

(a) The County and the Registrar shall have no responsibility or obligation to any broker-dealer, bank or other financial institution for which the Depository holds Bonds as securities depository (each, a “**Bond Participant**”) or to any person who is an actual purchaser of a Bond from a Bond Participant while the Series 2014 Bonds are in book-entry form (each, a “**Beneficial Owner**”) with respect to the following:

(i) the accuracy of the records of the Depository, any nominees of the Depository or any Bond Participant with respect to any ownership interest in the Series 2014 Bonds,

(ii) the delivery to any Bond Participant, any Beneficial Owner or any other person, other than the Depository, of any notice with respect to the Series 2014 Bonds, including any notice of redemption, if any, or

(iii) the payment to any Bond Participant, any Beneficial Owner or any other person, other than the Depository, of any amount with respect to the Series 2014 Bonds. The Registrar



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shall make payments with respect to the Series 2014 Bonds only to or upon the order of the Depository or its nominee, and all such payments shall be valid and effective fully to satisfy and discharge the obligations with respect to such Series 2014 Bonds to the extent of the sum or sums so paid. No person other than the Depository shall receive an authenticated Bond, except as provided in (v) below.

(b) Upon receipt by the Registrar of written notice from the Depository to the effect that the Depository is unable or unwilling to discharge its responsibilities, the Registrar shall issue, transfer and exchange Bonds requested by the Depository in appropriate amounts. Whenever the Depository requests the Registrar to do so, the Registrar will cooperate with the Depository in taking appropriate action after reasonable notice (A) to arrange, with the prior written consent of the County, for a substitute depository willing and able upon reasonable and customary terms to maintain custody of the Series 2014 Bonds or (B) to make available Bonds registered in whatever name or names as the Beneficial Owners transferring or exchanging such Series 2014 Bonds shall designate.

(c) If the County determines that it is desirable that certificates representing the Series 2014 Bonds be delivered to the ultimate beneficial owners of the Series 2014 Bonds and so notifies the Registrar in writing, the Registrar shall so notify the Depository, whereupon the Depository will notify the Bond Participants of the availability through the Depository of bond certificates representing the Series 2014 Bonds. In such event, the Registrar shall issue, transfer and exchange bond certificates representing the Series 2014 Bonds as requested by the Depository in appropriate amounts and in authorized denominations.

(d) Notwithstanding any other provision of this Resolution to the contrary, so long as any Bond is registered in the name of the Depository or any nominee thereof, all payments with respect to such Series 2014 Bond and all notices with respect to such Series 2014 Bond shall be made and given, respectively, to the Depository as provided in the Letter of Representations.

(e) Registered ownership of the Series 2014 Bonds may be transferred on the books of registration maintained by the Registrar, and the Series 2014 Bonds may be delivered in physical form to the following:

(i) any successor securities depository or its nominee;

(ii) any person, upon (1) the resignation of the Depository from its functions as depository or (2) termination of the use of the Depository pursuant to this Section and the terms of the Bond Registrar and Paying Agent's Agreement.

(f) In the event of any partial redemption of a Bond unless and until such partially redeemed Bond has been replaced in accordance with the provisions of this Resolution, the books and records of the Registrar shall govern and establish the principal amount of such Series 2014 Bonds as is then outstanding and all of the Series 2014 Bonds issued to the Depository or its nominee shall contain a legend to such effect.

If for any reason the Depository resigns and is not replaced, the County shall immediately provide a supply of printed bond certificates, duly executed by manual or facsimile signatures of the President and Secretary, for issuance upon the transfers from the Depository and subsequent transfers or in the event of partial redemption. If such supply of certificates shall be insufficient to meet the requirements of the Registrar for issuance of replacement certificates upon transfer or partial redemption, the County agrees to order printed an additional



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supply of such certificates and to direct their execution by manual or facsimile signatures of its then duly qualified and acting President and Secretary.

**Section 4.** (a) Each Authorized Officer is each individually authorized and directed, in the exercise of his or her independent judgment and absolute discretion, to designate the County Treasurer or a state or national bank with trust powers and experience administering municipal bonds as Registrar and Paying Agent (the “**Registrar**”) for the Series 2014 Bonds. The Registrar shall serve in such capacities under the terms of this Resolution (and, in the case of a Registrar other than the County Treasurer, an agreement entitled “**Registrar and Paying Agent Agreement**” between the County and the Registrar, the form of which is hereby approved).

(b) The County reserves the right to remove the Registrar upon 30 days’ notice and upon the appointment of a successor Registrar, in which event the predecessor Registrar shall deliver all cash and Bonds in its possession to the successor Registrar and shall deliver the bond register to the successor Registrar. Any Authorized Officer is authorized to remove the Registrar as provided herein if he or she determines such removal is in the best interest of the County. Such officer is further authorized to appoint a successor Registrar which he or she deems a suitable successor, and such officer is authorized to execute an agreement in substantially the form of the Registrar and Paying Agent Agreement but with such changes as he or she shall deem appropriate or necessary, in which event the predecessor Registrar shall deliver all cash and Bonds in its possession to the successor Registrar and shall deliver the bond register to the successor Registrar.

(c) The Registrar shall keep and maintain for the County books for the registration and transfer of the Series 2014 Bonds at its principal office identified in a certificate of the Chairperson of the Board or the County Clerk. The names and registered addresses of the registered owner or owners of the Series 2014 Bonds shall at all times be recorded in such books. Any Series 2014 Bond may be transferred pursuant to its provisions at the office of the Registrar by surrender of such Series 2014 Bond for cancellation, accompanied by a written instrument of transfer, in form satisfactory to the Registrar, duly executed by the registered owner in person or by such owner’s duly authorized agent, and thereupon the Registrar on behalf of the County will deliver at such office (or send by registered mail to the transferee owner or owners thereof at such transferee owner’s or owners’ risk and expense), registered in the name of the transferee owner or owners, a new Series 2014 Bond of the same interest rate, aggregate principal amount and maturity, bearing numbers not contemporaneously then outstanding. To the extent of the denominations authorized for the Series 2014 Bonds by this Resolution, one Series 2014 Bond may be transferred for several such Series 2014 Bonds of the same interest rate and maturity and for a like aggregate principal amount, and several such Series 2014 Bonds may be transferred for one or several such Series 2014 Bonds, respectively, of the same interest rate and maturity and for a like aggregate principal amount. In every case of transfer of a Series 2014 Bond, the surrendered Series 2014 Bond shall be canceled and destroyed. The Registrar may impose a charge sufficient to defray all costs and expenses incident to registrations of transfer and exchanges. In each case the Registrar shall require the payment by the owner requesting exchange or transfer of any tax or other governmental charge required to be paid with respect to such exchange or transfer. Series 2014 Bonds issued upon transfer or exchange of Series 2014 Bonds shall be dated as of the date six months preceding the Interest Payment Date next following the date of registration thereof in the office of the Registrar, unless such date of registration shall be an Interest Payment Date, in which case they shall be dated as of such date of registration; provided, however, that if, as shown by the records of the Registrar, interest on the Series 2014 Bonds shall be in default, the Series 2014 Bonds issued in lieu of Series 2014 Bonds surrendered for transfer or exchange may be dated as of the date to which interest has been paid in full on the Series 2014 Bonds surrendered; and provided further, that if the date of registration shall be prior to the first Interest Payment Date, the Series 2014 Bonds shall be dated as of their Date of Original Issue. All Series 2014 Bonds issued upon transfer of the Series 2014 Bonds so surrendered shall be valid obligations of the County evidencing the same obligations as the Series 2014 Bonds surrendered and shall be entitled to all the benefits and protection of this Resolution to the same extent as the Series 2014 Bonds upon transfer of which they were delivered. The County and the Registrar shall not be required to transfer any Bond during any period from any Record Date until its immediately following interest Payment





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Date or to transfer any Series 2014 Bond called for redemption for a period of 30 days next preceding the date fixed for redemption.

(d) The Registrar shall also be responsible for making the payments of principal and interest as the same fall due upon the Series 2014 Bonds from funds provided by the County for such purposes. Payments of interest due upon the Series 2014 Bonds prior to maturity or redemption shall be made by the Registrar by mailing a check in the amount due for such interest on each interest payment date to the registered owner of each Series 2014 Bond to such owner's registered address as shown on the books of registration as required to be maintained under this Section 4. On or before each principal or interest due date, without further order of the Board, the Treasurer shall transmit or cause to be transmitted money sufficient for payment of all principal and interest then due. Payments of principal due at maturity or at any date fixed for redemption prior to maturity, together with any accrued interest then due, shall be made by the Registrar upon presentation and surrender of such Series 2014 Bond. The County and the Registrar may treat the registered owner of any Series 2014 Bonds as the absolute owner of such Series 2014 Bond for purposes of making payments thereon and for all other purposes. All payments on account of interest or principal made to the registered owner of any Bond shall be valid and effectual and shall be a discharge of the County and the Registrar in respect of the liability upon the Series 2014 Bonds or claims for interest to the extent of the amount or amounts so paid.

**Section 5.** The Series 2014 Bonds shall be in substantially the following form:

UNITED STATES OF AMERICA  
STATE OF NEBRASKA  
THE COUNTY OF HITCHCOCK

HIGHWAY ALLOCATION FUND REFUNDING BOND  
SERIES 2014

No. R-

<b>Interest Rate</b>	<u>Maturity Date</u>	<u>Date of Original Issue</u>	<u>CUSIP</u>
%	_____	_____, 2014	433604 ____

Registered Owner: Cede & Co.

Principal Amount: \_\_\_\_\_ Thousand Dollars and no/100

The County of Hitchcock Nebraska (the "County") promises to pay to the order of the Registered Owner indicated above, or registered assigns, on the Date of Maturity indicated above, the Principal Amount indicated above upon presentation and surrender of this Bond at the principal offices of \_\_\_\_\_, in \_\_\_\_\_, Nebraska, as Bond Registrar and Paying Agent (the "Registrar").

The County also promises to pay interest on said Principal Amount on May 15 and November 15 of each year, commencing May 15, 2014 (each of such dates an "Interest Payment Date"), at the Rate of Interest per annum indicated above from the Date of Original Issue or most recent Interest Payment Date, whichever is later, and continuing until said Principal Amount is paid. Interest shall be calculated on the basis of a 360-day year consisting of twelve 30-day months. Interest on this Bond prior to maturity shall be paid by check or draft mailed on such Interest Payment Date to the Registered Owner at such Registered Owner's address as it appears on the registration books of the Registrar at the close of business on the 15<sup>th</sup> day (whether or a not a business day) preceding each Interest Payment Date (the "Record Date"). Any interest not so timely paid shall cease to be payable to the person entitled thereto as of the Record Date such interest was payable, and shall be payable to the person who is the Registered Owner of this Bond (or of one or more predecessor Bonds hereto) on such special record date for payment of such defaulted interest as shall be fixed by the Registrar whenever money for such purpose become available.





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This bond is one of an issue of fully registered bonds of the total principal amount of not to exceed \_\_\_\_\_ Thousand Dollars (\$ \_\_\_\_\_), of even date and like tenor herewith, except as to date of maturity and rate of interest and denomination, which were issued by the County pursuant to Section 10-142, Reissue Revised Statutes of Nebraska, as amended, to refund certain outstanding bonds of the County, which in turn were issued to pay the costs of constructing roads and other related and appurtenant improvements in said County in strict compliance with Section 66-4,101, Reissue Revised Statutes of Nebraska, as amended (the "Act"). The issuance of this bond has been duly authorized by a resolution (the "Resolution") legally passed, approved and published and by proceedings duly had by the Board of Commissioners of said County, all in strict conformity with the laws of the State of Nebraska, including the Act.

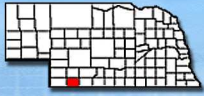
[Bonds of this issue are subject to call for redemption through application of mandatory sinking fund payments, with said Bonds to be called by lot in the amount and on the dates as set out below at par plus accrued interest to the date of such call, as follows:

\$ _____	Principal Amount Maturing _____,	20 _____
\$ _____	to be Called _____,	20 _____
\$ _____	to be Called _____,	20 _____
\$ _____	Payable _____,	20 _____
\$ _____	Principal Amount Maturing _____,	20 _____
\$ _____	to be Called _____,	20 _____
\$ _____	to be Called _____,	20 _____
\$ _____	Payable _____,	20 _____]

[The Bonds are not subject to redemption prior to maturity.] [In addition to such mandatory sinking fund redemption, any or all of the bonds of said issue maturing on or after \_\_\_\_\_ are subject to redemption at the option of the County at any time on or after \_\_\_\_\_ as a whole or in part from time to time in such principal amounts and from such maturity or maturities as the County, in its sole discretion may determine, and if less than all of the Bonds of a maturity are to be called for redemption, the particular Bonds of such maturity to be redeemed shall be selected by lot at the redemption price, of the principal amount thereof, together with the interest accrued on such principal amount to the date fixed for redemption.]

The Bonds shall be redeemed in whole multiples of \$5,000, and if any Bond be in a denomination in excess of \$5,000, portions of the principal amount thereof in installments of \$5,000 or any whole multiples thereof may be redeemed, and if less than all of the principal amount thereof is to be redeemed, in such case upon the surrender of such Bond there shall be issued to the registered owner thereof without charge therefor, for the then unredeemed balance of the principal amount thereof, registered Bonds of like series, maturity and interest rates in any of the authorized denominations provided by the Resolution. Notice of redemption of this Bond shall be given to the Registered Owner hereof by first-class mail, postage prepaid, not less than thirty (30) days prior to the date fixed for redemption (or such shorter period as may be acceptable to the then registered owner of the Bonds), all as more particularly set forth in the Resolution. Notice of redemption having been given as provided in the Resolution, or notice of redemption having been waived, and funds for the payment thereof having been deposited with the Paying Agent and Registrar, this Bond shall cease to bear interest from and after the date fixed for redemption.

This bond is transferable by the registered owner or such owner's attorney duly authorizing in writing at the office of the Paying Agent and Registrar upon surrender and cancellation of this bond, and thereupon a new bond or bonds of the same aggregate principal amount, interest rate and maturity will be issued to the transferee as provided in the Resolution authorizing said issue of bonds, subject to the limitations therein prescribed. The County, the Paying Agent and Registrar and any other person may treat the person in whose name this bond is



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registered as the absolute owner hereof for the purpose of receiving payment due hereunder and for all purposes and shall not be affected by any notice to the contrary, whether this bond be overdue or not.

If the date for payment of the principal of or interest on this bond shall be a Saturday, Sunday, legal holiday or a day on which banking institutions in the city where the principal office of the Paying Agent and Registrar is located are authorized by law or executive order to close, then the date for such payment shall be the next succeeding day which is not a Saturday, Sunday, legal holiday or a day on which such banking institutions are authorized to close, and payment on such date shall have the same force and effect as if made on the nominal date of payment.

For the prompt payment of the principal and interest on this bond and the other bonds of the same issue, the County has pledged funds received and to be received from the Highway Allocation Fund of the State of Nebraska with receipts from such fund to be allocated by the County to payment of such principal and interest as the same fall due. In addition, the County hereby covenants and agrees that it shall levy ad valorem taxes upon all the taxable property in the County at such rate or rates, within applicable statutory and constitutional limitations, as will provide funds which together with receipts from the Highway Allocation Fund and any other money made available and used for such purpose, will be sufficient to make payment of the principal of and interest on this bond and the other bonds of the same issue as the same fall due.

In the Resolution the County has designated this bond as a "qualified tax-exempt obligation" as described in Section 265(b)(3)(B)(i) of the Internal Revenue Code of 1986, as amended (the "Code").

AS PROVIDED IN THE RESOLUTION REFERRED TO HEREIN, UNTIL THE TERMINATION OF THE SYSTEM OF BOOK-ENTRY-ONLY TRANSFERS THROUGH THE DEPOSITORY TRUST COMPANY, NEW YORK, NEW YORK (TOGETHER WITH ANY SUCCESSOR SECURITIES DEPOSITORY APPOINTED PURSUANT TO THE RESOLUTION, "DTC"), AND NOTWITHSTANDING ANY OTHER PROVISIONS OF THE RESOLUTION TO THE CONTRARY, A PORTION OF THE PRINCIPAL AMOUNT OF THIS BOND MAY BE PAID OR REDEEMED WITHOUT SURRENDER HEREOF TO THE PAYING AGENT AND REGISTRAR. DTC OR A NOMINEE, TRANSFEREE OR ASSIGNEE OF DTC OF THIS BOND MAY NOT RELY UPON THE PRINCIPAL AMOUNT INDICATED HEREON AS THE PRINCIPAL AMOUNT HEREOF OUTSTANDING AND UNPAID. THE PRINCIPAL AMOUNT HEREOF OUTSTANDING AND UNPAID SHALL FOR ALL PURPOSES BE THE AMOUNT DETERMINED IN THE MANNER PROVIDED IN THE RESOLUTION.

UNLESS THIS BOND IS PRESENTED BY AN AUTHORIZED OFFICER OF DTC (A) TO THE PAYING AGENT AND REGISTRAR FOR REGISTRATION OF TRANSFER OR EXCHANGE OR (B) TO THE PAYING AGENT AND REGISTRAR FOR PAYMENT OF PRINCIPAL, AND ANY BOND ISSUED IN REPLACEMENT HEREOF OR SUBSTITUTION HEREFOR IS REGISTERED IN THE NAME OF DTC AND ANY PAYMENT IS MADE TO DTC OR ITS NOMINEE, ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL BECAUSE ONLY THE REGISTERED OWNER HEREOF, DTC OR ITS NOMINEE, HAS AN INTEREST HEREIN.

IT IS HEREBY CERTIFIED AND WARRANTED that all conditions, acts and things required by law to exist or to be done precedent to and in the issuance of this bond did exist, did happen and were done and performed in regular and due form and time as required by law, and that the indebtedness of said County, including this bond, does not exceed any limitation imposed by law.

This bond shall not be valid and binding on the County until authenticated by the Paying Agent and Registrar.



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IN WITNESS WHEREOF, the Board of Commissioners of Hitchcock County, Nebraska, have caused this bond to be executed on behalf of the County with the manual or facsimile signatures of the Chairperson of the Board of Commissioners and the County Clerk and by causing the official seal of the County to be impressed or imprinted hereon, all as of the date of original issue specified above.

HITCHCOCK COUNTY, NEBRASKA

ATTEST:

\_\_\_\_\_

Chairperson, Board of Commissioners

\_\_\_\_\_  
County Clerk

## CERTIFICATE OF AUTHENTICATION

This bond is one of the bonds authorized by an ordinance passed and approved by the Board of Commissioners of Hitchcock County, Nebraska as described in said bond.

\_\_\_\_\_, as Paying Agent and Registrar

By: \_\_\_\_\_  
Authorized Trust Officer

## (FORM OF ASSIGNMENT)

For value received \_\_\_\_\_ hereby sells, assigns and transfers unto \_\_\_\_\_ the within bond and hereby irrevocably constitutes and appoints \_\_\_\_\_, attorney, to transfer the same on the books of registration in the office of the within mentioned Paying Agent and Registrar with full power of substitution in the premises.

Date: \_\_\_\_\_

\_\_\_\_\_  
Registered Owner

Witness: \_\_\_\_\_

Note: The signature(s) of this assignment must correspond with the name(s) as written on the face of the within bond in every particular, without alteration, enlargement or any change whatsoever.

**Section 6.** After being executed by the Chairperson of the Board of Commissioners and the County Clerk, or such other persons authorized to sign on their behalf, said Series 2014 Bonds shall be delivered to the Registrar for registration and authentication. The County Clerk shall be responsible for the delivery of the Series 2014 Bonds and for all other ministerial acts relating to the Series 2014 Bonds. The County Clerk or any officer of the Board is hereby authorized to take all actions necessary to effect the delivery of the Series 2014 Bonds to the purchasers thereof, inclusive of the power and authority to execute such orders, certificates, receipts and other documents as may be necessary or desirable to effect such delivery and to receive the purchase price for the Series 2014 Bonds. The County Clerk is directed to make and certify a transcript of the proceedings of the County precedent to the issuance of said Series 2014 Bonds, which transcript shall be delivered to the purchaser of said Series 2014 Bonds.



# Hitchcock County Board Minutes



**Section 7.** The County is authorized to sell the Series 2014 Bonds to First National Capital Markets, Inc., as original purchaser of the Series 2014 Bonds (the “**Purchaser**”), in accordance with Section 2 of this Resolution. Delivery of the Series 2014 Bonds shall be made to the Purchaser as soon as practicable after the adoption of this Resolution, upon payment therefor in accordance with the terms of sale. The County is authorized to enter into the Bond Purchase Agreement (the “**Purchase Agreement**”) between the County and the Purchaser in substantially the form presented to and reviewed by the County (a copy of which shall be filed in the records of the County). Any Authorized Officer or other officer of the Board or the County is authorized to execute the Purchase Agreement, with such changes therein as such official deems appropriate, for and on behalf of the County, such officer’s signature thereon being conclusive evidence of such official’s and the County’s approval thereof.

**Section 8.** A portion of the proceeds of the Series 2014 Bonds shall be applied to the payment of the principal of and the interest on the Refunded Bonds on the Redemption Date. Pending such application the Registrar shall hold such proceeds. Accrued interest, if any, received upon closing of the Series 2014 Bonds shall be applied to interest falling due on the Series 2014 Bonds on the first Interest Payment Date. Costs of issuing the Series 2014 Bonds may be paid from the proceeds of the Series 2014 Bonds or from other available moneys of the County.

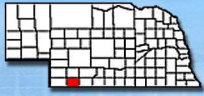
**Section 9.** For the prompt payment of the Series 2014 Bonds, both principal and interest as the same fall due, the County hereby pledges all receipts now or hereafter received from the Highway Allocation Fund of the State of Nebraska; provided, however, that nothing shall not prevent the County from applying receipts from said fund in any year for other qualifying uses of such receipts so long as sufficient receipts from such fund or other available funds have been set aside for the payment of principal and interest falling due in such year on the Series 2014 Bonds. The County further reserves the right to issue additional highway allocation fund pledge bonds that are payable on par with the Series 2014 Bonds and are equally and ratably secured by a pledge of receipts from the Highway Allocation Fund.

As provided in the Act, the County hereby further agrees that it shall levy ad valorem taxes upon all the taxable property in the County at such rate or rates within any applicable statutory and constitutional limitations as will provide funds which, together with receipts from the Highway Allocation Fund and any other monies made available and used for such purpose, will be sufficient to pay the principal of and interest on the Series 2014 Bonds as the same fall due, after the application of such other funds are available therefore. Such tax levy and receipts are pledged to the repayment of the principal of the Series 2014 Bonds and all interest thereon.

The County shall direct the application of such Highway Allocation Fund receipts and tax levy monies held by the County Treasurer to the payment of the Series 2014 Bonds so that not later than each interest and principal payment date on the Series 2014 Bonds, there shall be on hand with the Registrar sufficient funds to make the payments of principal and interest on the Series 2014 Bonds as they fall due.

**Section 10.** The County’s obligations under this Resolution and the liens, pledges, covenants, and agreements of the County herein made or provided for, shall be fully discharged and satisfied as to the Series 2014 Bonds, and any such bonds shall no longer be deemed outstanding hereunder if such bonds shall have been purchased and canceled by the County, or when payment of the principal of and interest thereon to the respective date of maturity or redemption (a) shall have been made or caused to be made in accordance with the terms thereof; or (b) shall have been provided for by depositing with the Registrar or with a national or state bank having trust powers, or trust company, in trust solely for such payment (a) sufficient money to make such payment and/or (b) direct general obligations (including obligations issued or held in book entry form on the books of the Department of Treasury of the United States of America) of or obligations the principal and interest of which are unconditionally guaranteed by the United States of America (herein referred to as “**U.S. Government Obligations**”) in such amount and bearing interest payable and maturing or redeemable at stated fixed prices at the option of the holder as to principal, at such time or times, as will ensure the availability of sufficient money to make such payment; provided, however, that with respect to any Series 2014 Bond to be paid prior to maturity, the County shall have duly called such bond for redemption and given notice of such redemption as provided by law or made irrevocable provision for the giving of such notice. Any money so





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deposited with such bank or trust company or with the Registrar may be invested or reinvested in U.S. Government Obligations at the direction of the County, and all interest and income from U.S. Government Obligations in the hands of such bank or trust company or Registrar in excess of the amount required to pay principal of and interest on the Series 2014 Bonds for which such monies or U.S. Government Obligations were deposited shall be paid over to the County as and when collected.

**Section 11.** (a) The County covenants and agrees that (i) it will comply with all applicable provisions of the Internal Revenue Code of 1986, as amended (the “**Code**”), including Sections 103 and 141 through 150, necessary to maintain the exclusion from gross income for federal income tax purposes of the interest on the Series 2014 Bonds and (ii) it will not use or permit the use of any proceeds of Series 2014 Bonds or any other funds of the County nor take or permit any other action, or fail to take any action, if any such action or failure to take action would adversely affect the exclusion from gross income of the interest on the Series 2014 Bonds. In addition, the County will adopt such other resolutions and take such other actions as may be necessary to comply with the Code and with all other applicable future laws, regulations, published rulings and judicial decisions, in order to ensure that the interest on the Series 2014 Bonds will remain excluded from federal gross income, to the extent any such actions can be taken by the County.

(b) The County covenants and agrees that (i) it will comply with all requirements of Section 148 of the Code to the extent applicable to the Series 2014 Bonds, (ii) it will use the proceeds of the Series 2014 Bonds as soon as practicable and with all reasonable dispatch for the purposes for which the Series 2014 Bonds are issued, and (iii) it will not invest or directly or indirectly use or permit the use of any proceeds of the Series 2014 Bonds or any other funds of the County in any manner, or take or omit to take any action, that would cause the Series 2014 Bonds to be “arbitrage bonds” within the meaning of Section 148(a) of the Code.

(c) The County covenants and agrees that it will pay or provide for the payment from time to time of all amounts required to be rebated to the United States pursuant to Section 148(f) of the Code and any Treasury Regulations applicable to the Series 2014 Bonds from time to time. This covenant shall survive payment in full or defeasance of the Series 2014 Bonds. The County specifically covenants to pay or cause to be paid to the United States, the required amounts of rebatable arbitrage at the times and in the amounts as determined by the Arbitrage Instructions, if any. Notwithstanding anything to the contrary contained herein, the Arbitrage Instructions may be amended or replaced if, in the opinion of counsel nationally recognized on the subject of municipal bonds, such amendment or replacement will not adversely affect the exclusion from gross income for federal income tax purposes of interest on the Series 2014 Bonds.

(d) The County covenants and agrees that (to the extent within its power or direction) it will not use any portion of the proceeds of the Series 2014 Bonds, including any investment income earned on such proceeds, directly or indirectly, in a manner that would cause any Series 2014 Bond to be a “private activity bond”.

(e) The County makes the following representations in connection with the exception for small governmental units from the arbitrage rebate requirements under Section 148(f)(4)(D) of the Code:

- (i) the County is a governmental unit under Nebraska law with general taxing powers;
- (ii) none of the Series 2014 Bonds is a private activity bond as defined in Section 141 of the Code;
- (iii) 95 percent or more of the net proceeds of the Series 2014 Bonds are to be used for local governmental activities of the County;
- (iv) the aggregate face amount of all tax-exempt bonds (other than private activity bonds) to be issued by the County during the current calendar year is not reasonably expected to exceed \$5,000,000; and



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(v) the County (including all subordinate entities thereof) will not issue in excess of \$5,000,000 of tax-exempt bonds (including the Series 2014 Bonds but excluding private activity bonds) during the calendar year 2014 without first obtaining an opinion of nationally recognized counsel in the area of municipal finance that the excludability of the interest on the Series 2014 Bonds from gross income for federal tax purposes will not be adversely affected thereby.

(f) The County hereby designates the Series 2014 Bonds as “qualified tax-exempt obligations” as defined in Section 265(b)(3) of the Code. In addition, the County hereby represents that:

(i) the aggregate face amount of all tax-exempt obligations (other than private activity bonds that are not “qualified 501(c)(3) bonds”) which will be issued by the County (and all subordinate entities thereof) during current calendar year is not reasonably expected to exceed \$10,000,000; and

(ii) the County (including all subordinate entities thereof) will not issue an aggregate principal amount of tax-exempt obligations (other than private activity bonds that are not “qualified 501(c)(3) bonds”) during current calendar year, including the Series 2014 Bonds, in excess of \$10,000,000, without first obtaining an opinion of nationally recognized counsel in the area of municipal finance that the designation of the Series 2014 Bonds as “qualified tax-exempt obligations” will not be adversely affected.

Each Authorized Officer is hereby authorized to take such other action as may be necessary to make the effective designation in this subsection (f).

**Section 12.** The Preliminary Official Statement prepared in connection with the Series 2014 Bonds, including any amendments or supplements thereto, is hereby ratified and approved, and the final Official Statement is hereby authorized and approved by supplementing, amending and completing the Preliminary Official Statement, with such changes and additions thereto as are necessary to conform to and describe the transaction. The use and public distribution of the final Official Statement by the Purchaser in connection with the reoffering of the Series 2014 Bonds is hereby authorized and approved. The proper officials of the County are hereby authorized to execute and deliver a certificate pertaining to such Official Statement as prescribed therein, dated as of the date of payment for and delivery of the Series 2014 Bonds.

**Section 13.** Without in any way limiting the power, authority, or discretion elsewhere herein granted or delegated, the Board hereby (a) authorizes and directs all of the officers, employees, and agents of the County to carry out, or cause to be carried out, and to perform such obligations of the County and such other actions as they, or any one of them shall consider necessary, advisable, desirable, or appropriate in connection with this Resolution, and the issuance, sale, and delivery of the Series 2014 Bonds, including, without limitation and whenever applicable, the execution and delivery thereof and of all other related documents, instruments, certificates, and opinions; and (b) delegates, authorizes, and directs to each Authorized Officer or other officer of the Board or the County the right, power, and authority to exercise her or his own independent judgment and absolute discretion in determining and finalizing the terms, provisions, form and contents of each of the foregoing. The execution and delivery by such officer of any such documents, instruments, certifications, and opinions, or the doing by them of any act in connection with any of the matters which are the subject of this Resolution, shall constitute conclusive evidence of both the County’s and their approval of all changes, modifications, amendments, revisions, and alterations made therein, and shall conclusively establish their absolute, unconditional, and irrevocable authority with respect thereto from the County and the authorization, approval, and ratification by the County of the documents, instruments, certifications, and opinions so executed and the action so taken.

**Section 14.** The County reserves the right to issue refunding bonds and provide for the investment of the proceeds thereof for purposes of providing for the payment of principal and interest on the Series 2014 Bonds in such manner as may be prescribed by law from time to time but specifically including the provisions of Sections 10-142, Reissue Revised Statutes of Nebraska, as amended.

**Section 15.** If any one or more of the provisions of this Resolution should be determined by a court of competent jurisdiction to be contrary to law, then such provisions shall be deemed severable from the remaining



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provisions of this Resolution and the invalidity thereof shall in no way affect the validity of the other provisions of this Resolution or of the Series 2014 Bonds and the owners of the Series 2014 Bonds shall retain all the rights and benefits accorded to them under this Resolution and under any applicable provisions of law.

If any provision of this Resolution shall be held or deemed to be or shall, in fact, be inoperative or unenforceable or invalid in any particular case in any jurisdiction or jurisdictions, or in all cases because it conflicts with any constitution or statute or rule of public policy, or for any other reason, such circumstances shall not have the effect of rendering the provision in question inoperative or unenforceable or invalid in any other case or circumstance, or of rendering any other provision or provisions herein contained inoperative or unenforceable or invalid to any extent whatever.

**Section 16.** The County hereby adopts the Post-Issuance Tax Compliance Procedures attached to this Resolution as Exhibit A to ensure that all applicable post-issuance requirements of federal income tax law needed to preserve the tax-exempt status of the Series 2014 Bonds which are intended to be tax-exempt are met. The County reserves the right to use its discretion as necessary and appropriate to make exceptions or request additional provisions as it may determine. The County also reserves the right to change these policies and procedures from time to time, without notice.

**Section 17.** This resolution shall be in force and take effect from and after its passage.

ADOPTED this 2nd day of December, 2013.

THE COUNTY OF HITCHCOCK, NEBRASKA

ATTEST:

By \_\_\_\_\_  
County Clerk

By \_\_\_\_\_  
Chair, Board of Commissioners

## CERTIFICATE OF CLERK

I, the undersigned County Clerk for Hitchcock County, Nebraska, hereby certify that the foregoing is a true and correct copy of the proceedings had and done by the Board of Commissioners on December 2, 2013; that all of the subjects included in the foregoing proceedings were contained in the agenda for the meeting, kept continually current and readily available for public inspection at the office of the County Clerk; that such subjects were contained in said agenda for at least twenty-four hours prior to said meeting; that a current copy of the Nebraska Open Meetings Act was available and accessible to members of the public, posted during such meeting in the room in which such meeting was held; that at least one copy of all reproducible material discussed at the meeting was available at the meeting for examination and copying by members of the public; that the said minutes from which the foregoing proceedings have been extracted were in written form and available for public inspection within ten working days and prior to the next convened meeting of said body; that all news media requesting notification concerning meetings of said body were provided advance notification of the time and place of said meeting and the subjects to be discussed at said meeting.

\_\_\_\_\_  
County Clerk

## EXHIBIT A

### Post-Issuance Compliance Procedures



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## General

In connection with the issuance by the County of its Highway Allocation Fund Refunding Bonds, Series 2014 (the “**Bonds**”), the County will execute a tax compliance certificate (the “**Tax Certificate**”) that describes the requirements and provisions of the Code that must be followed in order to maintain the tax exempt status of interest on the Bonds. In addition, the Tax Certificate will contain the reasonable expectations of the County at the time of issuance of the Bonds with respect to the use of the gross proceeds of the Bonds and the assets to be financed or refinanced with the proceeds thereof. These Procedures supplement and support the covenants and representations made by the County in the Tax Certificate. In order to comply with the covenants and representations set forth in the bond documents and in the Tax Certificate, the County tracks and monitors the actual use of the proceeds of the Bonds, the investment and expenditure of the Bond proceeds and the assets financed or refinanced with the proceeds of the Bonds over their life.

## Designation of Responsible Person

The County Treasurer shall maintain an inventory of the Bonds and assets financed which contains the pertinent data to satisfy the County’s monitoring responsibilities. Any transfer, sale or other disposition of Bond-financed assets must be reviewed and approved by the Treasurer.

## Post-Issuance Compliance Requirements

### External Advisors/Documentation

The County shall consult with bond counsel and other legal counsel and advisors, as needed, throughout the bond issuance process to identify requirements and to establish procedures necessary or appropriate so that the Bonds will continue to qualify for tax-exempt status. Those requirements and procedures shall be documented in the Tax Certificate and/or other documents finalized at or before issuance of the Bonds. Those requirements and procedures shall include future compliance with applicable arbitrage rebate requirements and all other applicable post-issuance requirements of federal tax law throughout (and in some cases beyond) the term of the Bonds.

The County also shall consult with bond counsel and other legal counsel and advisors, as needed, following issuance of the Bonds to ensure that all applicable post-issuance requirements in fact are met. This shall include, without limitation, consultation in connection with future contracts with respect to the use of Bond-financed or refinanced assets.

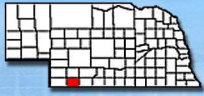
The County shall train and employ or otherwise engage expert advisors (a “**Rebate Analyst**”) to assist in the calculation of arbitrage rebate payable in respect of the investment of Bond proceeds, unless the Tax Certificate documents that arbitrage rebate will not be applicable to the Bonds.

Unless otherwise provided by the resolution or other authorizing documents relating to the Bonds, unexpended Bond proceeds shall be held in a segregated account by a trustee, and the investment of Bond proceeds shall be managed by the County. The County shall prepare (or cause the trustee to prepare) regular, periodic statements regarding the investments and transactions involving Bond proceeds.

### Arbitrage Rebate and Yield

Unless the Tax Certificate documents that arbitrage rebate will not be applicable to the Bonds, the County shall be responsible for:





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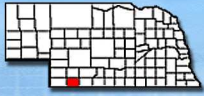
- engaging the services of a Rebate Analyst and, prior to each rebate calculation date, causing the trustee or other account holder to deliver periodic statements concerning the investment of Bond proceeds to the Rebate Analyst;
- providing to the Rebate Analyst additional documents and information reasonably requested by the Rebate Analyst;
- monitoring efforts of the Rebate Analyst;
- assuring payment of required rebate amounts, if any, no later than 60 days after each 5-year anniversary of the issue date of the Bonds, and no later than 60 days after the last Bond is redeemed;
- during the construction period of each capital project financed in whole or in part by the Bonds, monitoring the investment and expenditure of Bond proceeds and consulting with the Rebate Analyst to determine compliance with any applicable exceptions from the arbitrage rebate requirements during each 6-month spending period up to 6 months, 18 months or 24 months, as applicable, following the issue date of the Bonds; and
- retaining copies of all arbitrage reports and account statements as described below under “Record Keeping Requirements”.

The County, in the Tax Certificate and/or other documents finalized at or before the issuance of the Bonds, has agreed to undertake the tasks listed above (unless the Tax Certificate documents that arbitrage rebate will not be applicable to the Bonds).

## Use of Bond Proceeds and Bond-Financed or Refinanced Assets:

The County shall be responsible for:

- monitoring the use of Bond proceeds and the use of Bond-financed or refinanced assets (*e.g.*, facilities, furnishings or equipment) throughout the term of the Bonds to ensure compliance with covenants and restrictions set forth in the Tax Certificate;
- maintaining records identifying the assets or portion of assets that are financed or refinanced with proceeds of the Bonds, including a final allocation of Bond proceeds as described below under “Record Keeping Requirements”;
- consulting with bond counsel and other legal counsel and advisers in the review of any contracts or arrangements involving use of Bond-financed or refinanced assets to ensure compliance with all covenants and restrictions set forth in the Tax Certificate;
- maintaining records for any contracts or arrangements involving the use of Bond-financed or refinanced assets as described below under “Record Keeping Requirements”;
- conferring at least annually with personnel responsible for Bond-financed or refinanced assets to identify and discuss any existing or planned use of Bond-financed or refinanced assets, to ensure that those uses are consistent with all covenants and restrictions set forth in the Tax Certificate; and



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- to the extent that the County discovers that any applicable tax restrictions regarding use of Bond proceeds and Bond-financed or refinanced assets will or may be violated, consulting promptly with bond counsel and other legal counsel and advisers to determine a course of action to remediate all nonqualified bonds, if such counsel advises that a remedial action is necessary.

The County, in the Tax Certificate and/or other documents finalized at or before the issuance of the Bonds, has agreed to undertake the tasks listed above.

All relevant records and contracts shall be maintained as described below.

## Record Keeping Requirement

The County shall be responsible for maintaining the following documents for the term of the Bonds (including refunding bonds, if any) plus at least three years:

- a copy of the Bond closing transcript(s) and other relevant documentation delivered to the County at or in connection with closing of the Bonds, including any elections made by the County in connection therewith;
- a copy of all material documents relating to capital expenditures financed or refinanced by Bond proceeds, including (without limitation) construction contracts, purchase orders, invoices, trustee requisitions and payment records, draw requests for Bond proceeds and evidence as to the amount and date for each draw down of Bond proceeds, as well as documents relating to costs paid or reimbursed with Bond proceeds and records identifying the assets or portion of assets that are financed or refinanced with Bond proceeds, including a final allocation of Bond proceeds;
- a copy of all contracts and arrangements involving the use of Bond-financed or refinanced assets;
- copies of all trustee statements and reports, including arbitrage reports, prepared with respect to County bonds; and
- a copy of all records of investments, investment agreements, arbitrage reports and underlying documents, including trustee statements, in connection with any investment agreements, and copies of all bidding documents, if any.

Discussion was held regarding use of the Courthouse Community Room for auction. Clerk Pollmann advised that the State of Nebraska, Board of Education Lands and Funds holds school land auctions in the Community Room the most recent being held Tuesday, November 26<sup>th</sup>, 2013. Said entity has not been billed the \$50 in the past for use fee as are other profit agencies. It was the consensus of the board that the Board of Education Lands and Funds be billed for use of the Community Room as are other profit agencies for the November 26<sup>th</sup>, 2013 auction and for each auction held in the future.

Weed Superintendent Bill Hagemann advised as to his attendance at the biannual weed superintendents training: received pesticide/herbicide training and obtained license renewal; chemical movement due to drought; Florida practices for treatment of weeds in water and what practices would be beneficial in Nebraska waterways; early identification and treatment of spring weeds.



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The Treasurer was in receipt of \$10.86 from Coffeyville Resources & \$193.26 from Central Crude for oil production, both credited to the General Fund and \$1.00 from Vonnage American for 911 surcharges, credited to the 911 Emergency Services Fund.

Member Wertz moved to adjourn the meeting at 12:27 p.m. and to meet for the next regular meeting on Monday, December 16<sup>th</sup>, 2013 at 9:00 a.m. Member Nichols seconded the motion and the roll was called with the following members voting in favor of said motion: McDonald, Nichols and Wertz. Motion carried.

ATTEST:

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Scott McDonald, Chair  
Hitchcock County Board of Commissioners

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Margaret M. Pollmann, County Clerk